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**UNITED STATES BANKRUPTCY COURT
THE SOUTHERN DISTRICT OF NEW YORK**

In re : Chapter 11

:
GENERAL MOTORS CORP., *et al.*;

Case No. 09-50026 (REG)

:
Debtors :
:

Jointly Administered

**OBJECTION OF APPLIED HANDLING, INC.,
TO ASSUMPTION AND ASSIGNMENT OF CERTAIN
EXECUTORY CONTRACTS AND CURE AMOUNTS RELATED THERETO**

Applied Handling, Inc., (“Applied”), by its attorneys Racine & Associates, hereby submits this objection (the “Objection”) to the Debtors’ assumption and assignment of certain executory contracts and the Debtor’s proposed Cure Amounts related thereto. In support of its Objection, Applied states as follows:

BACKGROUND

1. On June 1, 2009 (“Petition Date”), General Motors Corporation and its affiliated debtors (together, the “Debtors”) filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.
2. Applied is and/or has been a supplier for Debtors.

3. On or about June 8, 2009, Applied received Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto from Debtors.
4. The Notice itself did not identify the contracts proposed to be assumed and related cure amounts but instead referred Applied to an internet website which lists the contracts the Debtors propose to assume and cure amounts associated with the same. Reproductions of the relevant pages from the website are attached to this Objection as **Exhibit A**.
5. As set forth on **Exhibit A**, the Debtors propose a total net cure amount of \$4,471.50 associated with the contracts proposed to be assumed by Debtors.

OBJECTIONS

6. Applied does not object to the proposed assumption of the contracts and the cure amounts referred to in Exhibit A *except* that certain additional cure amounts as described in the paragraphs below ("Additional Cure Amounts") were not listed and are owed to Applied under the same contracts the Debtors propose to assume.
7. Those Additional Cure Amounts are:
 - a. Order # 78SO9976 and/or Job # 62787 dated November 8, 2007 in the amount of \$979.17.
 - b. Order # TCB07351 and/or Job # 82182 dated April 20, 2008 in the amount of \$146.10.
 - c. A Verbal Order from John Kslazek of the GM Detroit Hamtramck Plant and/or Job # 62787 dated September 29, 2008 in the amount of \$1,423.00

- d. A Verbal Order from David Falls of the GM PT Toledo Plant and/or Job # 90527 dated February 12, 2009, in the amount of \$1,013.45.
 - e. Order # ORS94996 and/or Job # 90973 dated March 17, 2009, in the amount of \$62.00.
- 8. The Additional Cure Amounts total \$3,523.72.
 - 9. The total amount owed to Applied by Debtors is \$7,995.22.
 - 10. The Bankruptcy Code and orders of the Court require the Debtors to cure defaults as a precondition to assuming executory contracts with Applied and compensate or provide adequate assurance that the Debtors will compensate Applied for monetary losses caused by the Debtors' defaults. *See* 11 U.S.C. § 365(b).
 - 11. As set forth above, the Debtors' proposed cure amount does not include all amounts required to be paid to Applied upon assumption of the contracts identified by the Debtors on **Exhibit A** and Applied therefore objects to the cure amount proposed by Debtors.
 - 12. Applied further objects to the sufficiency of the Notice, including as to the identities of the contracts proposed to be assumed and cure amounts, to the extent that the information on the website referenced in the Notice does not provide sufficient information to permit Applied at this time to identify and confirm all contracts proposed to be assumed and related cure amounts.

RESERVATION OF RIGHTS

- 13. Applied reserves all rights with respect to claims related to post-petition amounts owed to it by Debtors and does not, by the filing of this Objection or otherwise, waive any right to seek payment of the same or any remedy in connection with

the same, including to the extent that the amounts it seeks as cure are determined to be properly recoverable as post-petition claims.

14. Applied further reserves the right to amend, supplement, or otherwise modify this Objection and reserves the right to assert additional objections to the proposed assumption and assignment by Debtors of agreements with Applied at any hearing on this Objection.

CONCLUSION

WHEREFORE, based on the foregoing, Applied Handling, Inc., respectfully requests that the Court enter an Order sustaining this Objection, overruling the Motion and related Notice to the extent inconsistent with this Objection including conditioning assumption and assignment of the agreements with Applied which Debtor proposes to assume upon the payment of total cure costs of \$7,995.22, and grant Applied such other and further relief as is appropriate.

Dated: June 15, 2009

RACINE & ASSOCIATES

By: /s/ Marie T. Racine
Marie T. Racine
(*pro hac vice* admission pending)
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Attorneys for Applied Handling, Inc.

EXHIBIT A

Contract Notices

User: **kr1bv622**



Supplier Details

Vendor Master ID: **004912978**

Supplier Name: **APPLIED HANDLING INC**

Contract Cure Amount: **\$4,471.50**

Click [here](#) to view Contract Cure Amount Details

of Contracts: **42**

Contracts

<u>Row ID</u>	<u>GM Contract ID</u>	<u>Vendor ID</u>	<u>Counter Party Name</u>	<u>Contract Type</u>	<u>Contract Status</u>
5716-00038221	GMS32000	004912978	APPLIED HANDLING INC	Agreement	Noticed
5716-00039870	TCB07351	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00039871	TCB07351	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00039872	TCB07351	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00039873	TCB07351	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00039874	TCB07351	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00039875	TCB07351	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00088768	TCS26458	004912978	APPLIED HANDLING INC	Agreement	Noticed
5716-00089271	ORS94996	004912978	APPLIED HANDLING INC	Agreement	Noticed
5716-00089623	GMS33490	004912978	APPLIED HANDLING INC	Agreement	Noticed
5716-00093601	WZS61238	004912978	APPLIED HANDLING INC	Agreement	Noticed
5716-00094886	PBS74144	004912978	APPLIED HANDLING INC	Agreement	Noticed
5716-00113055	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113056	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113057	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113058	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113059	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113060	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113061	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113062	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113063	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113064	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113065	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113066	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113067	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113068	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113069	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113070	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113071	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113072	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113073	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed

5716-00113074	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113075	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113076	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113077	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113078	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113079	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113080	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113081	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113082	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113083	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed
5716-00113084	RD811994	004912978	APPLIED HANDLING INC	Blanket Order	Noticed

[Hover mouse cursor here for Contract Status Legend](#)

**Important
Notices:**

All capitalized terms used, but not defined expressly on this website, have the meaning ascribed to such terms in that in the sale motion.

Purchaser's designation of a purchase order as "Noticed" also means that the Purchaser is designating for assumption and assignment all agreements expressly incorporated into and/or referenced in such purchase order.

All contract descriptions that appear in the "Contract ID" field are for purposes of contract identification only and shall not be binding on the Debtors or the Purchaser, as the case may be, or serve as an admission, for any purposes in the debtors' chapter 11 cases, including determining the parties' substantive rights under the contract, establishing the executory nature of a contract or establishing the Debtors' proposed treatment of the contract for purposes of contract assumption and assignment.

Contract Notices

User: **kr1bv622**



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Vendor Master ID: **004912978**

Supplier Name: **APPLIED HANDLING INC**

Contract Cure Amount: **\$4,471.50**

of Contracts: **42**

Click [here](#) to view Contracts

Cure Amount Details

<u>Remit DUNS</u>	<u>PO Number</u>	<u>BOL</u>	<u>Document Date</u>	<u>Due Date</u>	<u>Amount</u>
RD004912978	PBS74144	297629001	4/16/2009	STAYED	\$2,745.50 USD
RD004912978	GMS33490	106450	4/8/2009	STAYED	\$905.00 USD
RD004912978	FWS43618	3305177	4/8/2009	STAYED	\$796.00 USD
RD004912978	FWR85399	19632	4/9/2009	STAYED	\$25.00 USD

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